

UNITED STATES DISTRICT COURT

for the

District of Delaware

James et al

Plaintiff

v.

Honors Holdings, LLC

Defendant

Civil Action No. 1:23-cv-00591-GBW

CLERK'S CERTIFICATION OF A JUDGMENT TO BE REGISTERED IN ANOTHER DISTRICT

I certify that the attached judgment is a copy of a judgment entered by this court on (date) 09/29/2023 .

I also certify that, as appears from this court's records, no motion listed in Fed. R. App. P. 4(a)(4)(A) is pending before this court, the time for appeal has expired, and no appeal has been filed or, if one was filed, it is no longer pending.

Date: 10/03/2023

CLERK OF COURT



Signature of Clerk or Deputy Clerk

IN THE UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF DELAWARE

ROBERT SCOT JAMES
and CORE2000 LLC,

Plaintiffs,

v.

HONORS HOLDINGS, LLC,

Defendant.

C.A. No. 1:23-cv-00591-GBW

PROPOSED-~~STIPULATED~~ FINAL JUDGMENT

WHEREAS, on May 31, 2023, Plaintiffs Robert Scot James and Core2000 LLC (collectively, "Plaintiffs") filed their Complaint against Defendant Honors Holdings, LLC ("Honors") in the above-captioned action, alleging breach of an asset purchase agreement dated as of May 16, 2022 (the "Agreement"), and seeking damages in the principal amount of \$5,500,000, as well as pre- and post-judgment interest pursuant to the parties' contractually agreed-upon rate, and Plaintiffs' attorneys' fees (D.I. 1);

WHEREAS, on July 21, 2023, Honors filed its Answer and Affirmative Defenses to Complaint (D.I. 8);

WHEREAS, on August 22, 2023, following discussions between the parties regarding resolution of this matter, Honors provided Plaintiffs with a draft offer of judgment, which was intended to provide a basis for discussion of an entry of judgment in this matter and was not intended to be a formal offer of judgment pursuant to Federal Rule of Civil Procedure 68;

WHEREAS, on August 23, 2023, Plaintiffs provided comments to the draft offer of judgment, and the parties further discussed resolution of this action via a stipulated final judgment;

WHEREAS, the parties, through their respective counsel, hereby agree to the entry of this Stipulated Final Judgment, subject to the approval of the Court;

NOW, THEREFORE, IT IS HEREBY STIPULATED, ORDERED AND ADJUDGED:

1. Judgment is entered for Plaintiffs and against Honors on the claims asserted in Plaintiffs' Complaint, in the amount of \$5,947,533.00 (five million, nine-hundred and forty-seven thousand, five-hundred and thirty-three dollars), which shall constitute the principal amount of Plaintiffs' claim, plus pre-judgment interest accrued as of September 28, 2023.
2. Judgment is also entered for Plaintiffs and against Honors with regard to Plaintiffs' attorneys' fees, to which Plaintiffs are entitled pursuant to the parties' Agreement, in the additional amount of \$85,000.00 (eighty-five thousand dollars).
3. Post-judgment interest shall continue to accrue on the amount set forth in Paragraph 1 above at the contractual rate of 15% per annum until paid in full.
4. This Stipulated Final Judgment resolves all claims that were asserted, or could have been asserted, by Plaintiffs against Honors, and all claims that could have been asserted by Honors against Plaintiffs, in this action or in connection with the underlying transaction.
5. Honors waives any right to appeal from this Stipulated Final Judgment.
6. Honors waives the 30-day automatic stay of proceedings set forth in Fed. R. Civ. P. 62 for Plaintiffs to enforce this Stipulated Final Judgment.

7. Upon entry of this Stipulated Final Judgment, this action is dismissed with prejudice, provided, however, that this Court shall retain jurisdiction to enforce the terms and conditions of this Stipulated Final Judgment.

POTTER ANDERSON & CORROON LLP

By: /s/ John A. Sensing
John A. Sensing (#5232)
Hannah L. Paxton (#7096)
Hercules Plaza, 6th Floor
1313 N. Market Street
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Attorneys for Plaintiffs

Dated: September 28, 2023

BERGER HARRIS LLP

By: /s/ Richard I.G. Jones, Jr.
Richard I.G. Jones, Jr. (#3301)
Peter C. McGivney (#5579)
1105 Market Street, 11th Floor
Wilmington, DE 19801
Tel: (302) 655-1140
rjones@bergerharris.com
pmcgivney@bergerharris.com

Attorneys for Defendant

SO ORDERED this 29th day of September, 2023.

A.B. Williams
The Honorable Gregory B. Williams

CERTIFIED: OCT 03 2023

AS A TRUE COPY: OCT 03 2023

ATTEST:
RANDALL C. LOHAN, CLERK

BY [Signature]
Deputy Clerk

[Query](#) [Reports](#) [Utilities](#) [Help](#) [Log Out](#)

CLOSED

**U.S. District Court
District of Delaware (Wilmington)
CIVIL DOCKET FOR CASE #: 1:23-cv-00591-GBW**

James et al v. Honors Holdings, LLC
Assigned to: Judge Gregory B. Williams
Demand: \$5,500,000
Cause: 28:1332 Diversity-Breach of Contract

Date Filed: 05/30/2023
Date Terminated: 09/29/2023
Jury Demand: None
Nature of Suit: 190 Contract: Other
Jurisdiction: Diversity

Plaintiff

Robert Scot James

represented by **John Anderson Sensing**
Potter Anderson & Corroon, LLP
1313 N. Market St., Hercules Plaza, 6th Flr.
P.O. Box 951
Wilmington, DE 19899-0951
302-984-6093
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Email: jsensing@potteranderson.com
LEAD ATTORNEY
ATTORNEY TO BE NOTICED

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Potter Anderson & Corroon
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302-984-6145
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ATTORNEY TO BE NOTICED

Plaintiff

Core2000 LLC

represented by **John Anderson Sensing**
(See above for address)
LEAD ATTORNEY
ATTORNEY TO BE NOTICED

Hannah Paxton
(See above for address)
ATTORNEY TO BE NOTICED

V.

Defendant

Honors Holdings, LLC

represented by **Peter C. McGivney**
Berger Harris, LLP
1105 N. Market Street, 11th Floor

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LEAD ATTORNEY
ATTORNEY TO BE NOTICED

Date Filed	#	Docket Text
05/30/2023	<u>1</u>	COMPLAINT filed against Honors Holdings, LLC (Filing fee \$ 402, receipt number ADEDC-4147373.) - filed by Robert Scot James, Core2000 LLC. (Attachments: # <u>1</u> Civil Cover Sheet)(twk) (Entered: 05/31/2023)
05/30/2023	<u>2</u>	Notice, Consent and Referral forms re: U.S. Magistrate Judge jurisdiction. (twk) (Entered: 05/31/2023)
05/30/2023	<u>3</u>	Disclosure Statement pursuant to Rule 7.1: No Parents or Affiliates Listed filed by Core2000 LLC. (twk) (Entered: 05/31/2023)
05/30/2023		No Summons Issued. (twk) (Entered: 05/31/2023)
06/01/2023	<u>4</u>	SUMMONS Returned Executed by Robert Scot James, Core2000 LLC.Honors Holdings, LLC served on 5/31/2023, answer due 6/21/2023. (Sensing, John) (Entered: 06/01/2023)
06/07/2023		Case Assigned to Judge Gregory B. Williams. Please include the initials of the Judge (GBW) after the case number on all documents filed. (rjb) (Entered: 06/07/2023)
06/15/2023	<u>5</u>	NOTICE of Appearance by Peter C. McGivney on behalf of Honors Holdings, LLC (McGivney, Peter) (Entered: 06/15/2023)
06/15/2023	<u>6</u>	NOTICE of Appearance by Richard I.G. Jones, Jr on behalf of Honors Holdings, LLC (Jones, Richard) (Entered: 06/15/2023)
06/15/2023	<u>7</u>	STIPULATION TO EXTEND TIME to respond to Complaint to July 22, 2023 - filed by Honors Holdings, LLC. (McGivney, Peter) (Entered: 06/15/2023)
06/16/2023		SO ORDERED, re <u>7</u> STIPULATION TO EXTEND TIME to respond to Complaint to July 22, 2023 filed by Honors Holdings, LLC. Signed by Judge Gregory B. Williams on 6/16/2023. (etg) (Entered: 06/16/2023)
07/21/2023	<u>8</u>	ANSWER to <u>1</u> Complaint [<i>Answer and Affirmative Defenses to Complaint</i>] by Honors Holdings, LLC.(Jones, Richard) (Entered: 07/21/2023)
07/21/2023	<u>9</u>	Disclosure Statement pursuant to Rule 7.1: identifying Other Affiliate HH Holdco, Inc. for Honors Holdings, LLC filed by Honors Holdings, LLC. (Jones, Richard) (Entered: 07/21/2023)

08/07/2023	10	NOTICE OF SERVICE of Plaintiffs' First Set of (1) Interrogatories; and (2) Requests for Production of Documents to Defendant Honors Holdings, LLC (served on 08/03/2023) filed by Core2000 LLC, Robert Scot James.(Sensing, John) (Entered: 08/07/2023)
09/28/2023	11	Joint PROPOSED ORDER Stipulated Final Judgment re 1 Complaint by Core2000 LLC, Robert Scot James. (Sensing, John) (Entered: 09/28/2023)
09/29/2023	12	STIPULATED FINAL JUDGMENT in favor of Core2000 LLC, Robert Scot James against Honors Holdings, LLC in the amount of \$5,947,533 plus \$85,000 for attorneys' fees (CASE CLOSED). Signed by Judge Gregory B. Williams on 9/29/23. (ntl) (Entered: 09/29/2023)

PACER Service Center			
Transaction Receipt			
10/06/2023 15:07:10			
PACER Login:	nmrs0003	Client Code:	060071/01500-FA1
Description:	Docket Report	Search Criteria:	1:23-cv-00591-GBW Start date: 1/1/1975 End date: 10/6/2023
Billable Pages:	2	Cost:	0.20

CIVIL COVER SHEET

The JS 44 civil cover sheet and the information contained herein neither replace nor supplement the filing and service of pleadings or other papers as required by law, except as provided by local rules of court. This form, approved by the Judicial Conference of the United States in September 1974, is required for the use of the Clerk of Court for the purpose of initiating the civil docket sheet. (SEE INSTRUCTIONS ON NEXT PAGE OF THIS FORM.) **NOTICE: Attorneys MUST Indicate All Re-filed Cases Below.**

I. (a) PLAINTIFFS

Robert Scot James and CORE2000, LLC

DEFENDANTS

Honors Holdings, LLC

(b) County of Residence of First Listed Plaintiff **Florida**
(EXCEPT IN U.S. PLAINTIFF CASES)

County of Residence of First Listed Defendant **Georgia**
(IN U.S. PLAINTIFF CASES ONLY)

NOTE: IN LAND CONDEMNATION CASES, USE THE LOCATION OF THE TRACT OF LAND INVOLVED.

(c) Attorneys (Firm Name, Address, and Telephone Number)

Francisco Armada, 2 S Biscayne Boulevard, Miami FL 33131
(305) 373-9411

Attorneys (If Known)

Richard I.G. Jones, Jr., 1105 Market Street, 11th Floor,
Wilmington, DE 19801, (302) 655-1140

(d) Check County Where Action Arose: ☐ MIAMI-DADE ☐ MONROE ☐ BROWARD ☐ PALM BEACH ☐ MARTIN ☐ ST. LUCIE ☐ INDIAN RIVER ☐ OKEECHOBEE ☐ HIGHLANDS

II. BASIS OF JURISDICTION (Place an "X" in One Box Only)

- ☐ 1 U.S. Government Plaintiff
- ☐ 3 Federal Question (U.S. Government Not a Party)
- ☐ 2 U.S. Government Defendant
- ☒ 4 Diversity (Indicate Citizenship of Parties in Item III)

III. CITIZENSHIP OF PRINCIPAL PARTIES (Place an "X" in One Box for Plaintiff and One Box for Defendant)

- (For Diversity Cases Only)
- | | | | |
|---|--|---|---|
| <input type="checkbox"/> Citizen of This State | PTF <input checked="" type="checkbox"/> 1 DEF <input type="checkbox"/> 1 | Incorporated or Principal Place of Business In This State | PTF <input type="checkbox"/> 4 DEF <input type="checkbox"/> 4 |
| <input type="checkbox"/> Citizen of Another State | <input type="checkbox"/> 2 <input type="checkbox"/> 2 | Incorporated and Principal Place of Business In Another State | <input checked="" type="checkbox"/> 5 <input checked="" type="checkbox"/> 5 |
| Citizen or Subject of a Foreign Country | <input type="checkbox"/> 3 <input type="checkbox"/> 3 | Foreign Nation | <input type="checkbox"/> 6 <input type="checkbox"/> 6 |

IV. NATURE OF SUIT (Place an "X" in One Box Only)

CONTRACT	TORTS	FORFEITURE/PENALTY	BANKRUPTCY	OTHER STATUTES
<input type="checkbox"/> 110 Insurance <input type="checkbox"/> 120 Marine <input type="checkbox"/> 130 Miller Act <input type="checkbox"/> 140 Negotiable Instrument <input type="checkbox"/> 150 Recovery of Overpayment & Enforcement of Judgment <input type="checkbox"/> 151 Medicare Act <input type="checkbox"/> 152 Recovery of Defaulted Student Loans (Excl. Veterans) <input type="checkbox"/> 153 Recovery of Overpayment of Veteran's Benefits <input type="checkbox"/> 160 Stockholders' Suits <input type="checkbox"/> 190 Other Contract <input type="checkbox"/> 195 Contract Product Liability <input type="checkbox"/> 196 Franchise	PERSONAL INJURY <input type="checkbox"/> 310 Airplane <input type="checkbox"/> 315 Airplane Product Liability <input type="checkbox"/> 320 Assault, Libel & Slander <input type="checkbox"/> 330 Federal Employers' Liability <input type="checkbox"/> 340 Marine <input type="checkbox"/> 345 Marine Product Liability <input type="checkbox"/> 350 Motor Vehicle <input type="checkbox"/> 355 Motor Vehicle Product Liability <input type="checkbox"/> 360 Other Personal Injury <input type="checkbox"/> 362 Personal Injury - Med. Malpractice	PERSONAL INJURY <input type="checkbox"/> 365 Personal Injury - Product Liability <input type="checkbox"/> 367 Health Care/ Pharmaceutical Personal Injury Product Liability <input type="checkbox"/> 368 Asbestos Personal Injury Product Liability	<input type="checkbox"/> 625 Drug Related Seizure of Property 21 USC 881 <input type="checkbox"/> 690 Other LABOR <input type="checkbox"/> 710 Fair Labor Standards Acts <input type="checkbox"/> 720 Labor/Mgmt. Relations <input type="checkbox"/> 740 Railway Labor Act <input type="checkbox"/> 751 Family and Medical Leave Act <input type="checkbox"/> 790 Other Labor Litigation <input type="checkbox"/> 791 Employee Retirement Income Security Act	<input type="checkbox"/> 422 Appeal 28 USC 158 <input type="checkbox"/> 423 Withdrawal 28 USC 157 INTELLECTUAL PROPERTY RIGHTS <input type="checkbox"/> 820 Copyrights <input type="checkbox"/> 830 Patent <input type="checkbox"/> 835 Patent - Abbreviated New Drug Application <input type="checkbox"/> 840 Trademark <input type="checkbox"/> 880 Defend Trade Secrets Act of 2016 SOCIAL SECURITY <input type="checkbox"/> 861 HIA (1395ff) <input type="checkbox"/> 862 Black Lung (923) <input type="checkbox"/> 863 DIWC/DIWW (405(g)) <input type="checkbox"/> 864 SSID Title XVI <input type="checkbox"/> 865 RSI (405(g))
REAL PROPERTY	CIVIL RIGHTS	PRISONER PETITIONS	FEDERAL TAX SUITS	
<input type="checkbox"/> 210 Land Condemnation <input type="checkbox"/> 220 Foreclosure <input type="checkbox"/> 230 Rent Lease & Ejectment <input type="checkbox"/> 240 Torts to Land <input type="checkbox"/> 245 Tort Product Liability <input type="checkbox"/> 290 All Other Real Property	<input type="checkbox"/> 440 Other Civil Rights <input type="checkbox"/> 441 Voting <input type="checkbox"/> 442 Employment <input type="checkbox"/> 443 Housing/ Accommodations <input type="checkbox"/> 445 Amer. w/Disabilities - Employment <input type="checkbox"/> 446 Amer. w/Disabilities - Other <input type="checkbox"/> 448 Education	Habeas Corpus: <input type="checkbox"/> 463 Alien Detainee <input type="checkbox"/> 510 Motions to Vacate Sentence <input type="checkbox"/> 530 General <input type="checkbox"/> 535 Death Penalty Other: <input type="checkbox"/> 540 Mandamus & Other <input type="checkbox"/> 550 Civil Rights <input type="checkbox"/> 555 Prison Condition <input type="checkbox"/> 560 Civil Detainee - Conditions of Confinement	<input type="checkbox"/> 870 Taxes (U.S. Plaintiff or Defendant) <input type="checkbox"/> 871 IRS—Third Party 26 USC 7609	<input type="checkbox"/> 375 False Claims Act <input type="checkbox"/> 376 Qui Tam (31 USC 3729(a)) <input type="checkbox"/> 400 State Reapportionment <input type="checkbox"/> 410 Antitrust <input type="checkbox"/> 430 Banks and Banking <input type="checkbox"/> 450 Commerce <input type="checkbox"/> 460 Deportation <input type="checkbox"/> 470 Racketeer Influenced and Corrupt Organizations <input type="checkbox"/> 480 Consumer Credit (15 USC 1681 or 1692) <input type="checkbox"/> 485 Telephone Consumer Protection Act (TCPA) <input type="checkbox"/> 490 Cable/Sat TV <input type="checkbox"/> 850 Securities/Commodities/ Exchange <input checked="" type="checkbox"/> 890 Other Statutory Actions <input type="checkbox"/> 891 Agricultural Acts <input type="checkbox"/> 893 Environmental Matters <input type="checkbox"/> 895 Freedom of Information Act <input type="checkbox"/> 896 Arbitration <input type="checkbox"/> 899 Administrative Procedure Act/Review or Appeal of Agency Decision <input type="checkbox"/> 950 Constitutionality of State Statutes

V. ORIGIN

(Place an "X" in One Box Only)

- ☒ 1 Original Proceeding ☐ 2 Removed from State Court ☐ 3 Re-filed (See VI below) ☐ 4 Reinstated or Reopened ☐ 5 Transferred from another district (specify) ☐ 6 Multidistrict Litigation Transfer ☐ 7 Appeal to District Judge from Magistrate Judgment ☐ 8 Multidistrict Litigation - Direct File ☐ 9 Remanded from Appellate Court

VI. RELATED/ RE-FILED CASE(S)

(See instructions: a) Re-filed Case ☐ YES ☐ NOb) Related Cases ☐ YES ☐ NO

JUDGE:

DOCKET NUMBER:

VII. CAUSE OF ACTION 28 U.S.C. Section 1963, registration of judgment from another district

Cite the U.S. Civil Statute under which you are filing and Write a Brief Statement of Cause (Do not cite jurisdictional statutes unless diversity):

LENGTH OF TRIAL via days estimated (for both sides to try entire case)

VIII. REQUESTED IN COMPLAINT:

☐ CHECK IF THIS IS A CLASS ACTION UNDER F.R.C.P. 23

DEMAND \$

CHECK YES only if demanded in complaint:

JURY DEMAND: ☐ Yes ☐ No

ABOVE INFORMATION IS TRUE & CORRECT TO THE BEST OF MY KNOWLEDGE

DATE

SIGNATURE OF ATTORNEY OF RECORD

10/10/2023

/s/ Francisco Armada

FOR OFFICE USE ONLY : RECEIPT #

AMOUNT

IFP

JUDGE

MAG JUDGE

INSTRUCTIONS FOR ATTORNEYS COMPLETING CIVIL COVER SHEET FORM JS 44**Authority For Civil Cover Sheet**

The JS 44 civil cover sheet and the information contained herein neither replaces nor supplements the filings and service of pleading or other papers as required by law, except as provided by local rules of court. This form, approved by the Judicial Conference of the United States in September 1974, is required for the use of the Clerk of Court for the purpose of initiating the civil docket sheet. Consequently, a civil cover sheet is submitted to the Clerk of Court for each civil complaint filed. The attorney filing a case should complete the form as follows:

I. (a) Plaintiffs-Defendants. Enter names (last, first, middle initial) of plaintiff and defendant. If the plaintiff or defendant is a government agency, use only the full name or standard abbreviations. If the plaintiff or defendant is an official within a government agency, identify first the agency and then the official, giving both name and title.

(b) County of Residence. For each civil case filed, except U.S. plaintiff cases, enter the name of the county where the first listed plaintiff resides at the time of filing. In U.S. plaintiff cases, enter the name of the county in which the first listed defendant resides at the time of filing. (NOTE: In land condemnation cases, the county of residence of the "defendant" is the location of the tract of land involved.)

(c) Attorneys. Enter the firm name, address, telephone number, and attorney of record. If there are several attorneys, list them on an attachment, noting in this section "(see attachment)".

II. Jurisdiction. The basis of jurisdiction is set forth under Rule 8(a), F.R.C.P., which requires that jurisdictions be shown in pleadings. Place an "X" in one of the boxes. If there is more than one basis of jurisdiction, precedence is given in the order shown below.

United States plaintiff. (1) Jurisdiction based on 28 U.S.C. 1345 and 1348. Suits by agencies and officers of the United States are included here.

United States defendant. (2) When the plaintiff is suing the United States, its officers or agencies, place an "X" in this box.

Federal question. (3) This refers to suits under 28 U.S.C. 1331, where jurisdiction arises under the Constitution of the United States, an amendment to the Constitution, an act of Congress or a treaty of the United States. In cases where the U.S. is a party, the U.S. plaintiff or defendant code takes precedence, and box 1 or 2 should be marked. Diversity of citizenship. (4) This refers to suits under 28 U.S.C. 1332, where parties are citizens of different states. When Box 4 is checked, the citizenship of the different parties must be checked. (See Section III below; federal question actions take precedence over diversity cases.)

III. Residence (citizenship) of Principal Parties. This section of the JS 44 is to be completed if diversity of citizenship was indicated above. Mark this section for each principal party.

IV. Nature of Suit. Nature of Suit. Place an "X" in the appropriate box. If there are multiple nature of suit codes associated with the case, pick the nature of suit code that is most applicable. Click here for: [Nature of Suit Code Descriptions](#).

V. Origin. Place an "X" in one of the seven boxes.

Original Proceedings. (1) Cases which originate in the United States district courts.

Removed from State Court. (2) Proceedings initiated in state courts may be removed to the district courts under Title 28 U.S.C., Section 1441. When the petition for removal is granted, check this box.

Refiled (3) Attach copy of Order for Dismissal of Previous case. Also complete VI.

Reinstated or Reopened. (4) Check this box for cases reinstated or reopened in the district court. Use the reopening date as the filing date.

Transferred from Another District. (5) For cases transferred under Title 28 U.S.C. Section 1404(a). Do not use this for within district transfers or multidistrict litigation transfers.

Multidistrict Litigation. (6) Check this box when a multidistrict case is transferred into the district under authority of Title 28 U.S.C. Section 1407. When this box is checked, do not check (5) above.

Appeal to District Judge from Magistrate Judgment. (7) Check this box for an appeal from a magistrate judge's decision.

Remanded from Appellate Court. (8) Check this box if remanded from Appellate Court.

VI. Related/Refiled Cases. This section of the JS 44 is used to reference related pending cases or re-filed cases. Insert the docket numbers and the corresponding judges name for such cases.

VII. Cause of Action. Report the civil statute directly related to the cause of action and give a brief description of the cause. **Do not cite jurisdictional statutes unless diversity.** Example: U.S. Civil Statute: 47 USC 553

Brief Description: Unauthorized reception of cable service

VIII. Requested in Complaint. Class Action. Place an "X" in this box if you are filing a class action under Rule 23, F.R.Cv.P.

Demand. In this space enter the dollar amount (in thousands of dollars) being demanded or indicate other demand such as a preliminary injunction.

Jury Demand. Check the appropriate box to indicate whether or not a jury is being demanded.

Date and Attorney Signature. Date and sign the civil cover sheet.